Cloud Native Computing Foundation

Minutes of a meeting of the Governing Board

July 28, 2021

A meeting of the Governing Board of the Cloud Native Computing Foundation ("CNCF"), which is part of The Linux Foundation, was held on July 28, 2021 from 9:00-11:00 AM PT time via Zoom Webinar.

The following members of the Governing Board, constituting a quorum under the CNCF Charter, were present:

Arun Gupta	Apple
Philippe Robin	Arm (alternate)
Dorota Blat	AT&T
Vijoy Pandey	Cisco
Ron Lev	Cox Communications
Amr Abdelhalem	Fidelity Investments
Tomohiko Tashiro	Fujitsu
Brendan O'Leary	GitLab
Aparna Sinha	Google, GB Chair
Tom Wilkie	Grafana Labs
Bryan Che	Huawei
Chris Wright	IBM/Red Hat
Das Kamhout	Intel
Steve Chin	JFrog
Sebastian Scheele	Kubermatic
Lachie Evenson	Microsoft
Rob Esker	NetApp
Dan Gerrity	Oracle
John Morello	Palo Alto Networks
Shannon Williams	Rancher Labs
Vasu Chandrasekhara	SAP (alternate)
Navneet Joneja	VMware
Liz Rice	TOC Chair
Paris Pittman	Developer Seat
Matt Klein	Developer Seat

Also in attendance were:

Jen Phillips	Google (alternate)
Ash Mazhari	Grafana Labs (alternate)

Anni Lai	Huawei (alternate)
Todd Moore	IBM (alternate)
Aeva Black	Microsoft (alternate)
Alena Prokharchyk	TOC Member
Cornelia Davis	TOC Member
Dave Zolotusky	TOC Member
Davanum Srinivas	TOC Member
Justin Cormack	TOC Member
Saad Ali	TOC Member
Sheng Liang	TOC Member
Priyanka Sharma	CNCF
Chris Aniszczyk	CNCF
Taylor Waggoner	CNCF
Paige O'Connor	CNCF
Cheryl Hung	CNCF
Katelin Ramer	CNCF
Kristi Tan	CNCF
Amye Scavarda	CNCF
Angela Brown	The Linux Foundation
Steve Winslow	The Linux Foundation
Joanna Lee	Gesmer Updegrove, LF Legal Counsel

Ms. Sharma called the meeting to order at 9:02 AM PT. She welcomed the board members to the call and thanked everyone for attending. Ms. Sharma then reviewed the introduction slides, including the purpose of the Governing Board meeting and the Linux Foundation Antitrust Policy Notice. Housekeeping items also included the mention of the attendance slide and a review of the meeting agenda.

Ms. Sharma also welcomed the new Platinum CNCF member, Grafana Labs, as well as new board members and alternates.

Meeting Minutes
Ms. Sharma reviewed the governing board-approved process of publishing a public version of the Governing Board meeting minutes.

Resolution #1 - Minutes
Ms. Sharma presented the resolution to adopt the Minutes of the April 14, 2021 Governing Board Meeting.
- Mr. Chin motioned
- Mr. Gupta seconded
- Mr. Wilkie abstained
- All in favor, none opposed

RESOLVED: That the minutes of the April 14, 2021 meeting of the Governing Board are hereby confirmed, approved and adopted.

Governance: Governing Board Operations

Ms. Sharma noted that CNCF wants to make it easy for board members to collaborate with staff to make cloud native ubiquitous. She reviewed proposed changes to the Governing Board committee structure and the Governing Board Chair role.

Board members will have an option to self-nominate for the open board committees, and each committee will have 3 or 5 people, depending on the number of volunteers. She reviewed additional committee guidelines and responsibilities, noting that there will be a strategy session at KubeCon + CloudNativeCon NA (KCCNC NA) and that the committees will be asked to provide a topic for discussion.

She noted that the budget committee will remain as it is currently and that the legal committee will be composed of legal counsel from board member companies rather than the board members themselves.

Ms. Sinha reviewed the CNCF Governing Board Chair role, noting that there isn't a defined term length in the CNCF charter. CNCF is proposing to add a term length to the charter, so that the board members can plan to volunteer when the time is right for them.

Ms. Sinha and Ms. Sharma provided their perspectives on what it means to be the Chair of the CNCF Governing Board, and Ms. Sharma provided perspectives from the former Chairs. Ms. Sinha spoke to the changes in the Governing Board over the past year or so, including increased transparency and more communication with the developer community. She noted that the time commitment of the Chair is a few hours per month plus additional pre-board meeting strategy and preparation. Discussion ensued regarding the role and responsibilities of the Governing Board Chair and the possibility of the Chair giving a short talk or panel discussion about the Governing Board at KCCNC.

Resolution #2a - Governing Board Chair Term

Ms. Sharma presented the resolution to amend the CNCF charter to add a two-year term to the role of Governing Board Chair with the Executive Director able to call a special election as needed.

- Mr. Gerrity motioned
- Mr. Williams and Mr. Gupta seconded
- All in favor, none opposed

RESOLVED: That the CNCF Charter amendment to add a two-year term to the role of the Governing Board Chair with the Executive Director able to call a special election as needed is hereby confirmed, approved and adopted.

Resolution #2b - Governing Board Chair Voting
Ms. Sharma presented the resolution to amend the CNCF charter to state that the Governing Board Chair shall be elected by a ranked choice vote using the Condorcet-IRV method.
- Mr. Chin motioned
- Mr. Gupta seconded
- All in favor, none opposed

RESOLVED: That the CNCF Charter amendment to state that the Chair of the Governing Board shall be elected to the position and a Condorcet vote shall be run using the Condorcet-IRV method through the Cornell online service (https://civs.cs.cornell.edu/) in the Governing Board is hereby confirmed, approved and adopted.

Ms. Sharma shared a process update regarding how board members can add agenda items for future Governing Board meetings.

Project-related Resolutions
Ms. Sharma mentioned that the licensing exception resolution was approved via email.

There was a discussion around the topic of CNCF being more permissive, specifically around wanting to approve HashiCorp MPL-2.0 dependencies, like those that have been approved by the Governing Board in the past. Mr. Aniszczyk and Mr. Winslow noted that this is a great topic for the Legal Committee to review and bring back to the Governing Board with a recommendation. The board members agreed with this suggestion.

Ms. Sharma and Mr. Aniszczyk reviewed the Prometheus Conformance Program that is currently being developed by the Prometheus community. The program will be generally modeled on the Certified Kubernetes Conformance program, and will aim for better alignment of downstream solutions across the ecosystem. Conformance will be demonstrated by submitting results generated from a self-testing suite. CNCF staff are working with the Prometheus maintainers and community to put legal terms in place that are similar to those for the Kubernetes conformance program.

Discussion ensued regarding the Prometheus Conformance Program and the possibility of offering programs like this to other CNCF projects and the role of the Governing Board in the process.

Resolution #3 - Prometheus Conformance Program
Ms. Sharma presented the resolution to approve the Prometheus Conformance Program.
- Mr. Gerrity motioned
- Mr. Chin seconded
- Ms. Sinha abstained
- All in favor, none opposed

RESOLVED: That the Prometheus Conformance Program, using "Prometheus compliant" and associated marks and logo, is hereby approved

Resolution #4 - **Prometheus Conformance Program Terms and Conditions**
Ms. Sharma presented the resolution to approve the implementation of the Prometheus Conformance Program using Terms and Conditions similar to those used by the Kubernetes Conformance Program, as well as approving The Linux Foundation to make minor changes to those T&Cs as it sees fit.
- Mr. Wilkie motioned
- Mr. Abdelhalem seconded
- Ms. Sinha abstained
- All in favor, none opposed

RESOLVED: That CNCF may implement the Prometheus Conformance Program under Conformance Program Terms and Conditions similar to those used for Certified Kubernetes, with such changes as The Linux Foundation deems appropriate from time to time.

Joint Meeting of the Governing Board and Technical Oversight Committee (TOC)
The CNCF TOC joined the call at 10:00 am PT for a joint session of the Governing Board and TOC

KubeCon + CloudNativeCon NA 2021
Ms. Brown noted that The Linux Foundation is keeping a very close eye on COVID-19 in regards to the upcoming in-person events such as KCCNC NA. She reviewed health and safety protocols for KCCNC NA in October, noting that all in-person attendees will be required to be fully vaccinated against the COVID-19 virus and will need to comply with all on-site health measures, in accordance with the Cloud Native Computing Foundation Code of Conduct. All vaccines approved for emergency or full use by the World Health Organization will be accepted for in-person attendance at this event.

Ms. Brown noted that all conference sessions will be limited to 70% capacity and seating will be socially distanced, as well as other safety protocols. At this time, it is believed that there will be a need for a mask mandate, but there has not been a final decision yet. Common sense health measures and sponsor booth guidelines were also reviewed.

Ms. Sinha asked how these protocols will be enforced. Ms. Brown noted that all LF staff attending in person will be required to be vaccinated and that the events team is working with conference vendors to ensure safety protocols are followed as much as possible. In-person attendees will need to provide proof of vaccination and there will be daily temperature checks. She noted that the LF is consulting with a former CDC epidemiologist and the LA Department of Health.

Mr. Evenson asked how the LF feels about the possibility of negative press should there be positive COVID tests at the event. Ms. Brown noted that the LF will work with the PR team ahead of the event to create and execute a communications plan to mitigate the risk and educate the community so they can make an informed choice. Discussion ensued about safety protocols and COVID testing at the event.

Mr. Chin expressed his support of the protocols being put in place and underscored the need to have additional security on-site to assist with the mask requirements.

Ms. Brown noted that sponsor support is very strong and the number of sponsors is approaching what it was in 2019.

Ms. Sharma reviewed current California and Los Angeles rules, as well as vaccine roll out statistics.

She mentioned that KCCNC NA will proceed as scheduled unless the Los Angeles Convention Center is shut down by government mandate.

Ms. Sinha asked if sponsors are trending towards doing in-person booths rather than only virtual ones and if the LF has put cancellation clauses in place in vendor contracts. Ms. Brown noted that LF has been very careful with the language used in contracts for this year's events. She also mentioned that sponsors want to be in person, but that the plans for many sponsors have not been finalized yet.

Ms. Sharma reviewed new features and benefits that will be available at KCCNC NA this year.

KubeCon + CloudNativeCon DEI Plan
Ms. Sharma reviewed the Diversity, Equity and Inclusion (DEI) goals that have been set by CNCF from now until EOY 2022 in regards to conference speakers, as well as the processes to achieve them. She mentioned that CNCF is currently working towards determining who the underrepresented minority speakers are for each KCCNC region and then will update CFPs to reflect that in the question that tracks speakers' self-identification. She noted that CNCF staff are happy to hold a dedicated session on this topic if there is interest.

Kubernetes Annual Report
Ms. Pittman introduced herself to the board and reviewed the [Kubernetes Annual Report](). She noted that six years into Kubernetes, sustainability is paramount. There were decreases in full time and new contributors in 2020, and that the use of "Emeritus" is on the rise. There is a big need for full time engineers, specifically in the areas of testing and migrating infrastructure from GCP. Ms. Pittman noted that there is a new focus on reliability.

Ms. Pittman noted that there has been turnover in leadership positions and there is a need for folks to replace them.

She mentioned that the next steps are 1:1 conversations with interested board members and a dedicated strategy meeting. She emphasized the need for more maintainers.

Ms. Sharma noted that CNCF can set up a dedicated strategy session to discuss this topic with the Governing Board.

Ms. Sinha noted that this topic will also be discussed in the strategy session at KCCNC LA, as well as the conformance program topic.

Staff Project Updates
This section of the meeting slides was skipped due to time constraints but Mr. Aniszczyk noted that there will be a proper project update at the next board meeting.

Upcoming Meetings
Ms. Sharma noted that there are two upcoming Governing Board meetings, including the strategy session at KCCNC NA in October and a board meeting at the LF Member Summit in November.

Ms. Sharma thanked everyone for their participation.

The meeting was adjourned at 11:03 AM PT.